

## Audit Committee's Charter

#### 1. Objective

The Audit Committee is established by the resolution of the Board of Directors to promote a good corporate governance system and enhance operational efficiency and add value to the organization. The Audit Committee will support and act on behalf of the Board of Directors to build confidence and credibility of the financial reports presented to shareholders and other relevant parties. Review and evaluate the internal control system, risk management system, and internal audit system. Review to ensure compliance with good corporate governance policy. business ethics and related laws, including coordinating with the Company's auditors.

### 2. Composition of the Audit Committee

- 2.1 The Audit Committee consists of the Company's directors. who are at least 3 independent directors
- 2.2 The Audit Committee must consist of at least one audit committee member with sufficient knowledge and experience to perform the duties of reviewing financial statements.
- 2.3 The audit committee must have all the qualifications in accordance with the rules and requirements prescribed by the Capital Market Supervisory Board, SET, and various regulatory agencies. The Audit Committee must be impartial and have no interests or interests whether directly or indirectly in a manner that may affect the independent exercise of its discretionary duties and responsibilities;

# 3. Term of office of the Audit Committee

- 3.1 The term of office of each member of the Audit Committee shall be in accordance with the term of office of the Company's director.
- 3.2 The Audit Committee members may be re-appointed as the Board of Directors deems appropriate but should not be automatically renewed.
- 3.3 In addition to vacating office at the end of the term of office as specified, the Audit Committee member shall vacate office upon:
  - Resignation
  - The Board of Directors has passed a resolution to vacate the position.
  - Lack of qualifications to be an audit committee in accordance with the Audit Committee Charter or the rules and regulations prescribed by the Capital Market Supervisory Board Stock Exchange of Thailand and various regulatory agencies



- When the Audit Committee completes the term of office or there is any reason that the Audit Committee is unable to remain until the end of the term resulting in the number of the Audit Committee members being less than the specified number of 3 persons, the Board of Directors shall appoint a new audit committee member to complete immediately or at the latest within 3 months from the date the number of directors is incomplete to ensure continuity of the Audit Committee's work. The person replacing the audit committee member will be in office only for the remaining term of the Audit Committee member who vacates office.

## 4. The scope of Authority and Duties of the Audit Committee

- 4.1 Review to ensure that the Company has accurate, complete, reliable financial reporting and adequate disclosure of information.
- 4.2 Review the company's internal control system, suitable and effective risk management, and internal audit systems.
- 4.3 Review to ensure proper and effective compliance with good corporate governance policies and business ethics.
- 4.4 Review the Company's compliance with the Securities and Exchange Act. regulations of the stock exchange or laws related to the company's business.
- 4.5 Consider proposing the appointment and termination of the Company's auditors and propose the auditor's remuneration of the Company.
- 4.6 Consider related party transactions to be in accordance with the laws and regulations of the Stock Exchange of Thailand to ensure that they are reasonable and beneficial to the Company.
- 4.7 Supervise the operations of the internal audit department at the internal audit policy and performance level by considering the approval of the charter, independence, including the scope and audit plan of the Internal Audit Department.
- 4.8 Consider appointing, relocating, and dis- missing the Head of Internal Audit, including jointly assessing the performance of the Head of Internal Audit and approving the remuneration of the Internal Audit Department employees, which are considered by the Company's CEO.
- 4.9 Consider and review the audit results and recommendations of both the auditors. and the Internal Audit Department as well as follow up to ensure that the management has taken action on such recommendations sufficiently, efficiently and within a timely manner.

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- 4.10 The Audit Committee can invite executives or employees of the Company concerned to report or present information to the meeting or submit documents as deemed relevant and necessary.
- 4.11 If necessary, the Audit Committee can seek advice from external consultants or professional experts regarding the performance of the audit. The Company is responsible for expenses according to company regulations.
- 4.12 Review and amend the Audit Committee Charter at least once a year or as necessary to make it up-to-date and appropriate to the corporate environment and present it to the Board for approval.
- 4.13 Prepare an Audit Committee report containing information and opinions of the Audit Committee in various fields and disclose it in the Company's annual report, which must be signed by the chairman of the Audit Committee.
- 4.14 Perform any other acts as assigned by the Board of Directors with the approval of the Audit Committee. The management has a duty to report or present information, and related documents to the Audit Committee to support the Audit Committee's performance to achieve its assigned duties.

#### 5. Reporting

- 5.1 The Audit Committee convenes or convenes at least four meetings a year as it deems appropriate and has the power to convene additional meetings as necessary and the quorum consists of not less than half of the Audit Committee members.
- 5.2 All committee members should attend the meeting every time, unless there is a necessity, should notify the Chairman of the Audit Committee at least 3 days in advance.
- 5.3 The Chairman of the Audit Committee shall preside over the meeting. If the Chairman of the Audit Committee is not present at the meeting or has any necessary tasks, the Audit Committee members present at the meeting shall elect one member of the Audit Committee to preside over the meeting.
- 5.4 Meetings are specific to management or internal auditors or auditors. It must be held regularly at least once a year.
- 5.5 The resolution of the Audit Committee can be made by a majority of votes. In this regard, the Audit Committee who has any conflict of interest in the matter under consideration must not participate in expressing opinions and voting on that matter. If the votes are equal, the chairman of the meeting shall have an additional vote as a casting vote.
- 5.6 Submit the meeting invitation letter at least 7 days in advance of the meeting. Except in case of necessity or urgency, the meeting may be called by other methods or an



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earlier meeting date can be determined by having the secretary of the Audit Committee to record the minutes of the meeting.

#### 6. Assessment

The Audit Committee arranges for an annual audit committee assessment and reports the results to the Board of Directors in order to assure those involved in the performance of the Audit Committee's duties in accordance with the framework of responsibilities completely and efficiently. It is also an opportunity for review and exchanging opinions among the Audit Committee in seeking ways to develop and improve the performance of duties with greater efficiency.